

# Exhibit 17

UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK  
Case No.: 1:21-cv-7955-LAK  
and Consolidated Cases 21-cv-7957-LAK  
and 21-cv-7959-LAK

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MARVEL CHARACTERS, INC.,  
Plaintiff and Counterclaim-Defendant  
v.  
LAWRENCE D. LIEBER,  
Defendant and Counterclaimant.

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MARVEL CHARACTERS, INC.,  
Plaintiff and Counterclaim-Defendant,  
v.  
KEITH A. DETTWILER, in his capacity as  
Executor of the Estate of Donald L. Heck,  
Defendant and Counterclaimant.

-----x

MARVEL CHARACTERS, INC.,  
Plaintiff and Counterclaim-Defendant,  
v.  
PATRICK S. DITKO, in his capacity as  
Administrator of the Estate of Stephen J.  
Ditko,  
Defendant and Counterclaimant.

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VIDEO DEPOSITION OF ROY WILLIAM THOMAS, JR.  
January 20, 2023  
8:49 a.m.  
Charlotte, North Carolina

1 ROY WILLIAM THOMAS, JR., pursuant to Federal Rule of  
2 Civil Procedure 30, held at the offices of Nelson Mullins  
3 Riley & Scarborough in the Foster Conference Room A, located  
4 at 301 South College Street, One Wells Fargo Center, 23rd  
5 Floor, Charlotte, North Carolina 28202, before  
6 Audra Smith, a realtime court reporter and  
7 a Notary Public of the State of North Carolina.

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ALSO PRESENT:

DAVID COOPER, Videographer

ELI BARD, Marvel Entertainment, (Via Zoom)

Alec Lipkind, The Walt Disney Company, (Via Zoom)

1 exciting which is almost a contradiction. They were  
2 both adult and an exciting approach. So it was very  
3 flattering to be offered a job, you know, by him.  
4 And just seemed more exciting to me to be with a  
5 small company instead of this large, departmented  
6 company where you had ten editors each with his own  
7 little cubicle.

8 Q And you said that you admired so much  
9 what Stan was doing with the artists. What did you  
10 mean by that?

11 A Well, just the stories that came out, the  
12 characters they invented and their approach, which  
13 was to make them more human. They had more  
14 personality. Because of the artists they had, as  
15 well as Stan's direction, they had -- they were much  
16 more exciting than the DC Comics visually, because  
17 the artists, especially Kirby and Ditko, were just,  
18 you know, brilliant. I had been fans of them, you  
19 know, since a kid. And the combination of the three  
20 of them was, I felt, kind of revolutionizing comics.  
21 And to be a part of that was really interesting,  
22 even though I kind of liked DC's characters better  
23 in a way, so it was just a challenge.

24 Q You mentioned Stan's direction, what was  
25 Stan Lee's position at Marvel Comics?

1           And there was one woman there who was  
2           sort of working on commercial comics, I vaguely  
3           recall but she was gone in a couple weeks, and so  
4           was Steve within a month or two.

5           Q       And how about non-staff folks? Were  
6           there freelance artists and writers working with  
7           Marvel at this time?

8           A       Yes. The freelance writers, mostly  
9           artists, were in and out of the office. Some of  
10          them never came in. They mailed everything from  
11          either Long Island or wherever, even though it was  
12          fairly close. Others came in once a week or  
13          whatever the occasion demanded. Some had sort of  
14          regular schedules, like Jack Kirby. Others had  
15          irregular schedules and just show up whenever it was  
16          time. But there were freelancers.

17                 And sometimes Sol would call a freelancer  
18          in, a letterer or an artist to come in, either  
19          because he had to keep an eye on him to make sure he  
20          finished the job on deadline or simply because they  
21          had something that had to be corrected or changed  
22          and they needed more work than just the one  
23          production person could do.

24                 And they would just sit there with a  
25          chair at a little rough desk, because we had so

1 little equipment, and just, you know, do the best  
2 they could. But most of the artwork, of course, and  
3 writing was done outside the office, and they just  
4 came in occasionally.

5 Q And did you watch Stan Lee and Sol  
6 Brodsky interacting with the freelancers and  
7 artists?

8 A Yes. Not all the time, but from time to  
9 time, Stan would want me to. If he did it in his  
10 office, of course, that was a closed office and, you  
11 know, I didn't see or hear. But if he called me in,  
12 I would sit there. And occasionally he did that.

13 And he would call me in often to go over  
14 notes every morning, just about that he was in,  
15 which was usually three days a week or so. He  
16 would -- Sol Brodsky would stand on the right-hand  
17 and I on the left at this standing drawing board  
18 that Stan used for proofreading and talking, and he  
19 would tell us about the -- go over what he had  
20 written, what he had proofread and edited, with  
21 notes, mostly for Sol, and with a lot of asides to  
22 me because he wanted me to learn what he had done,  
23 why he had done it. It was really a teaching  
24 experience for me at the same time that he was  
25 giving Sol his production directions. That was an

1 A Go ahead.

2 Q And what do you mean that you were  
3 allowed to do it as a freelance assignment?

4 A I vouchered separately for that at a page  
5 rate.

6 Q Do I understand you were paid separately  
7 and paid differently for a --

8 A Yes. And it came on a different check.

9 Q And how were you compensated for your  
10 freelance writing?

11 A You mean the rate or --

12 Q Yes.

13 A Well, originally, I think it was \$10 a  
14 page. It went up a little bit, but I think it was  
15 \$10 a page at the time.

16 Q And that was in addition to your salary,  
17 correct?

18 A Yes.

19 Q And what -- what were your  
20 responsibilities as a freelance writer?

21 A Just to write whatever Stan told me to  
22 write.

23 At first, the first several things were  
24 mostly just writing dialogue for a couple of stories  
25 that he had worked on with the artists that had



1           A       Yes.

2           Q       -- which was a half romance, half humor.

3           A       Yes.

4           Q       Did you also do freelance writing for  
5   Marvel's superhero comics?

6           A       In a little while. The first three  
7   things I did of the so-called superheroes, although I  
8   wrote them almost entirely outside staff time, I  
9   found out they were counted as part of my staff job,  
10   so I was not paid extra for them. I thought I would  
11   be, but I just misunderstood.

12                   Within a short time, after that change in  
13   jobs after those three stories, everything else was,  
14   of the writing, was freelance. Those are the only  
15   three stories I wrote on staff.

16           Q       And the first three stories that you  
17   wrote on staff for the superheroes, what were those,  
18   if you remember?

19           A       Yes. Very vividly because they were real  
20   learning experiences.

21                   The first was to dialogue a story,  
22   plotted by Stan and written by Gene Colan, his first  
23   Iron Man stories, which was in Tales of Suspense  
24   Number 73.

25                   And while I don't remember the numbers of

1       those, the next two were to dialogue stories that  
2       had been plotted and roughly penciled by Steve Ditko  
3       of Dr. Strange, two 10-page stories. Each of them  
4       was like a half a comic.

5           Q       Okay. We'll come back to some of these  
6       superhero comics in a little bit. But roughly --  
7       this is 1965?

8           A       Yes. September, October.

9           Q       And you testified earlier that you  
10      reported to Stan Lee for your salaried position,  
11      whether that was as a staff writer or as the  
12      editorial assistant; is that correct?

13          A       Yes.

14          Q       And did that -- did you also report to  
15      Stan Lee as a freelance writer?

16          A       Yes.

17          Q       Anyone else that you reported to?

18          A       Well, a lot of it went through the  
19      production manager, Sol Brodsky. But I always  
20      understood that Sol was acting for Stan and that  
21      virtually anything he told me, you know, or asked me  
22      to do, with his expression, you know, "Do me a  
23      favor," was always -- you know, basically it was as  
24      part of my, you know, job for Stan. So he wasn't  
25      really, like, my superior but he was speaking for

1 him, so -- and we had no problems over that.

2 Q And did there come a time at Marvel where  
3 your position changed again?

4 A Well, the next time was around the end of  
5 '66, turn of '66-'67 when Stan hired a second  
6 writer, a friend of mine from Missouri that I had  
7 suggested to him, who also took a writer's test,  
8 named Gary Friedrich, and Stan took the two of us  
9 out to lunch to -- just to talk over things and  
10 get -- you know, Gary was fairly new at the company.

11 And on the way there, Stan suddenly said,  
12 "Well, you know, we need some titles around here, I  
13 decided." So he says, "Roy, from now on, you're the  
14 associate editor." I had never known what I was  
15 before that. And he said, "Gary, I guess, you're  
16 newer, so you're the assistant editor."

17 That was how I learned what my new  
18 situation was. It didn't involve any kind of  
19 change, particularly. I mean, you know, it was just  
20 doing more of the same kind of thing and maybe  
21 supervising Gary a bit.

22 Q And who did you report to as the  
23 associate editor for Marvel Comics?

24 A To Stan.

25 Q And were you still doing freelance

1 writing for Marvel Comics when you were an associate  
2 editor?

3 A Yes.

4 Q And the -- your compensation structure  
5 remained the same, salaried for the editorial work,  
6 and per page rate for your freelance work?

7 A Yes.

8 Q How long did you hold the title associate  
9 editor at Marvel?

10 A Until -- from that time until -- I don't  
11 know if it's spring or very early summer, exactly,  
12 of 1972, when Stan became publisher and president.

13 Q So I take it, in 1972 Stan Lee got  
14 promoted?

15 A Yes.

16 Q And you received a promotion as well?

17 A Yes, of sorts.

18 Q Okay. And what position were you  
19 promoted into initially when Stan Lee got promoted  
20 to publisher and president of Marvel Comics?

21 A Stan liked to hold onto titles, or at  
22 least not give them out, so he promoted me to story  
23 editor, which although, again, I probably would have  
24 had -- I would have been dealing with art, but it  
25 was more to do with the story because he still

1 things to do.

2 Q And you mentioned that there was an  
3 assistant art director. Who was that?

4 A His name was Frank Giacoia,  
5 G-I-A-C-O-I-A, who was an artist, mostly an inker.

6 Q Okay. And when did, if you recall, Frank  
7 Giacoia --

8 A -- "Coia."

9 Q "Coia."  
10 -- join Marvel?

11 A Well, he had been a freelancer up to this  
12 time, off and on, also for DC Comics. He went back  
13 and forth. But he'd been in the field since the  
14 '40's -- early, middle '40s, certainly the latter  
15 '40s. And he had been working for Marvel off and  
16 on, bouncing between Marvel and DC for the last, you  
17 know, really almost ever since, you know, Marvel  
18 becoming Marvel in the early '60s.

19 Q What do you mean when Marvel became  
20 Marvel in the early 1960s?

21 A Well, Marvel had had very little identity  
22 as a company in the 1940s. Nobody -- as a kid,  
23 nobody knew what to call it because they didn't have  
24 a symbol like DC, DC or others on the company. They  
25 had the term "Timely", which was sort of the

1 official name but they almost never used it on the  
2 cover, except very rarely. They had a little shield  
3 symbol they used once or twice.

4 So, and then in the '50s, when Martin  
5 Goodman formed his own distribution company in the  
6 early '50s called Atlas, they put that symbol on the  
7 cover. And it was actually a distribution symbol,  
8 but because it was on all the comics, they sort of  
9 became known to the kids and the readers as Atlas  
10 Comics, but it was still Timely to the people who  
11 worked there.

12 And although they used the name Marvel on  
13 the covers in the late '40s on two different periods  
14 of six months to a year each -- and that's what I  
15 always called them in the late '40s from the age of,  
16 you know, 6, 7, 8 years old, I always thought of  
17 them as Marvel, but they didn't start using that  
18 term officially, as far as people were concerned,  
19 until 1963, so in '63. Although Martin Goodman had  
20 been using it in -- as early as 1961 in letters of  
21 communication to retailers and so forth, through  
22 independent news, they referred to it as Marvel  
23 Comics, but they hadn't used it in the actual books  
24 until 1963. Marvel just took a while to find its  
25 identity as a title.

1 the responsibilities of the assistant art director,  
2 or you just started supervising that individual?

3 A Basically, supervising him. He -- that  
4 particular person wasn't there much longer, but  
5 suddenly he was reporting to me instead of having to  
6 report to Stan.

7 Q And who took over as the assistant art  
8 director from Frank Giacoia?

9 A We didn't really have one for a while.  
10 The unofficial art director was the artist John  
11 Romita, who had actually been hired more to draw  
12 comics, but because he was there in the office and  
13 he was so good at it and he understood what Stan  
14 wanted, he became like -- we thought of him as the  
15 art director, and Stan kind of treated him that way,  
16 even though it took a while. It was several years,  
17 I think, before he actually got that title.

18 Q How long did you act as Marvel Comics'  
19 editor-in-chief?

20 A About two to two and a half years, from  
21 whenever I got it until like -- I quit right before  
22 Labor Day, and I was around for another two or three  
23 weeks until my replacements came back from vacation,  
24 so it was September of '74.

25 Q And during the time period that we've

1       been discussing, 1965 through 1974, did you have an  
2       employment agreement with Marvel?

3           A       I had no written employment. It was all  
4       verbal with Stan Lee on behalf of the company.

5           MR. TOBEROFF: Excuse me. I just need to  
6       take a quick bathroom break.

7           MS. LENS: Okay. We'll go off the  
8       record.

9           THE VIDEOGRAPHER: The time is  
10       approximately 9:39:42 a.m. We're now off the  
11       record.

12           (A recess was taken from 9:39 a.m. to  
13       9:43 a.m.)

14           THE VIDEOGRAPHER: The time is  
15       approximately 9:43:08 a.m. We are now on the  
16       record.

17       BY MS. LENS:

18           Q       Mr. Thomas, before the break, you were  
19       saying you didn't -- prior to 1974, you didn't have  
20       a written employment agreement with Marvel but you  
21       had an oral agreement with Stan Lee on behalf of the  
22       company; is that right?

23           A       Yes.

24           Q       Okay. And to your understanding, were  
25       there any conditions that were imposed on you as a



1 Q And did Stan Lee accept that proposal by  
2 you on behalf of Marvel Comics?

3 A After about 20 minutes.

4 Q And so do I understand that when you  
5 transitioned from editor-in-chief to a writer/editor  
6 position, you didn't have to answer to Marvel  
7 Comics' new editor-in-chief?

8 A No. I cooperated with him, but I was not  
9 subject to them. Their books were entirely my  
10 decision as to what to do and what to do with them,  
11 as long as Stan didn't overrule me, you know.

12 Q Let's look at another document which we  
13 will mark as Exhibit 71, which is Bates stamped  
14 2021MARVEL-88673.

15 (Exhibit Number 71, Employment Contracts  
16 & Correspondence from Roy Thomas, Confidential,  
17 9/1/74, Bates 2021MARVEL-88673 to 88680, was  
18 identified.)

19 A Okay.

20 Q Do you recognize what's been marked as  
21 Exhibit 71?

22 A Yes, I do.

23 Q What is it?

24 A It is my contract by -- what I refer to  
25 as my writer/editor contract with Marvel Comics as

1 of September 1, 1974.

2 Q Was this your first written agreement  
3 with Marvel Comics?

4 A Yes.

5 Q On the very last page, Mr. Thomas, you  
6 can see that there is a signature there above Roy  
7 Thomas; do you see that?

8 A Yes.

9 Q Is that your signature?

10 A Yes, it is.

11 Q Can I turn you to paragraph 4(b) of the  
12 agreement --

13 A Okay.

14 Q -- which is entitled Editorial  
15 Stipulations.

16 A 4(b), right.

17 Q Do you see it provides that, quote,  
18 "Selection as to the magazines or features written  
19 by Employee" --

20 And that's a reference to you, correct?

21 A Yes.

22 Q "-- by Marvel, as well as of the artists,  
23 letterers, and colorists thereof, shall be  
24 determined by employee, subject only to the  
25 discretion of the publisher of Marvel."

1 A Yes.

2 Q And why did you quit in 1980?

3 A A severe dislike for the latest  
4 editor-in-chief and feeling he had lied to me in  
5 various capacities while I was preparing a third  
6 contract. And I -- so I decided to accept offers  
7 from DC Comics instead.

8 Q And who was the editor-in-chief that  
9 you're referring to?

10 A Jim Shooter.

11 Q And I take it there were -- you had  
12 disagreements with Mr. Shooter over the terms of  
13 your continued work with Marvel; is that fair?

14 A Yes.

15 Q And you then joined DC Comics; is that  
16 right?

17 A Yes, under contract.

18 Q And how long were you at DC?

19 A Under contract, six years. Two,  
20 three-year contracts.

21 Q What was your position at DC?

22 A Initially, I was a writer. I got various  
23 editorial things added over the time, both  
24 informally -- the second contract may have had  
25 something written into it. I don't recall. But I

1 was sort of named a sort of writer/editor again  
2 later after two or three more years more informally.

3 Q And let me circle back to when you first  
4 had a written agreement with Marvel starting in  
5 1974. You testified previously that you understood  
6 when you joined Marvel, that Marvel would have all  
7 of the rights to the characters and stories that you  
8 worked on. Did that remain true to your  
9 understanding under your 1974 agreement?

10 A Yes.

11 Q And you mentioned that you had two other  
12 written agreements with Marvel following the 1974  
13 agreement; is that right?

14 A No. One other. There were two,  
15 three-years.

16 Q Two, three-years. Got it. Thank you.  
17 Put differently, did your  
18 understanding -- strike that.

19 Did you have the understanding for the  
20 entire tenure that you worked with Marvel that  
21 Marvel would have all of the rights, including  
22 copyrights and anything that you worked on at  
23 Marvel?

24 MR. TOBEROFF: Leading.

25 A Yes.

1 Q Okay, thank you. And you're also aware  
2 that Steve Ditko's brother is seeking to terminate  
3 purported grants to Marvel on comics that Steve  
4 Ditko worked on during the relevant time period,  
5 correct?

6 A Yes.

7 Q Okay. And did you know Steve Ditko?

8 A Yes. Less well than the others, but I  
9 did know him, and we talked, and he was at a party  
10 at my house even once or twice, and I ran into him  
11 on the street once or twice and so forth back in  
12 that period.

13 Q And did you work on any comics at Marvel  
14 with Steve Ditko during the relevant time period?

15 A Yes. The second and third hero-type  
16 stories I did were to dialogue two Doctor Strange  
17 stories that he had plotted and roughly penciled at  
18 that stage.

19 Q Now today I may refer to Larry Lieber,  
20 Don Heck, Don Rico, Gene Colan, and Steve Ditko as  
21 "the defendant contributors."

22 Will you understand if I use the term  
23 "defendant contributors" --

24 A Yes.

25 Q -- that I'm referring to those five?

1 A Yes.

2 Q Why don't we go ahead and take a break.

3 A All right.

4 THE VIDEOGRAPHER: The time is 10:59  
5 approximately 10:42:52. We are now off the  
6 record.

7 (A recess was taken from 10:42 to  
8 a.m.)

9 THE VIDEOGRAPHER: The time is  
10 approximately 10:59:12 a.m. We are now on the  
11 record.

12 BY MS. LENS:

13 Q Mr. Thomas, right before the break, you  
14 testified that you worked on two Doctor Strange  
15 stories with Dr. -- with Steve Ditko; is that  
16 correct?

17 A Yes.

18 Q Okay. I'd like to show you what I'm  
19 going to go ahead and mark as Exhibit 73.

20 (Exhibit Number 73, Marvel Comics Group  
21 Notepad note from Roy to Jerry with comic  
22 samples, 2021MARVEL-0050273 to 50278 was  
23 identified.)

24 A Oh, yes.

25 Q Do you recognize Exhibit 73.

1 A Oh, yes.

2 Q What is it?

3 A The top page is the -- a letter I wrote  
4 to my friend Jerry Bails, who was a college  
5 professor who started the magazine AlterEgo with my  
6 help. I was writing him on Marvel stationary to  
7 send him some -- the notes, I would call them, on  
8 the Steve Ditko story because he liked to collect  
9 art or scripts from comic books of any kind, and  
10 this was the closest -- rather than giving him the  
11 finished script of the dialogue, he'd rather see  
12 Steve Ditko's notes on the story because it was such  
13 a different way of doing comics from what he was  
14 used to.

15 Q Okay. So the first page, that's your  
16 handwriting?

17 A That's my letter in my handwriting, yes.

18 Q Okay. When did you write this letter to  
19 Mr. Bails?

20 A Well, it's dated, so I assume October 28,  
21 someone's added the year, which would have been '65.

22 Q Is that consistent with your  
23 recollection --

24 A Yes.

25 Q -- of when you wrote the letter?

1           A       Yes, it is.

2           Q       Okay. And in the letter, am I reading  
3 your handwriting correctly where you say that:  
4 Thought you might like a souvenir. Ditko's plot for  
5 first Doctor Strange tale I did.

6                   Do you see that?

7           A       Yes. The word "plot" is probably -- you  
8 know, it was -- or his notes about his plot, it was  
9 just a short form, I guess, of saying it, but it  
10 really told what was going on, so I just referred to  
11 it as the plot.

12          Q       Okay.

13          A       Which is all I ever got besides the  
14 artwork.

15          Q       Okay. And prior to that, in the letter  
16 you say: Am at work, in middle of a Patsy & Hedy  
17 comic book (which Stan doesn't even bother to read  
18 now, along with the last Millie. He's made me  
19 semi-official "editor" of those two books a month -  
20 three titles.

21                   Do you see that?

22          A       Yes.

23          Q       Did I correctly read that?

24          A       Yes.

25          Q       Okay. And what did you mean that --



1 well, which -- strike that.

2 Which books were you referring to when  
3 you say "Stan doesn't even bother to read them now"?

4 A The titles were Patsy and Hedy, Millie  
5 the Model, and the other one was Modeling with  
6 Millie which was the second bimonthly book with the  
7 same character.

8 Q And were any of those superhero books?

9 A No.

10 Q Okay. Let's turn -- flip the page.

11 And can you tell me what the balance of  
12 the document is, please.

13 A Yes. It alternates between the -- to a  
14 copy of the typewriter sheet page that I was given  
15 along with Steve Ditko's original penciled art for  
16 this Doctor Strange story. These were his notes  
17 with a couple of words just to make sure, since they  
18 were very, very rough pencil since he was going to  
19 ink it, they told me basically what was going --  
20 what was going on so I wouldn't have to try to, you  
21 know, make sure I -- so I would make sure I knew  
22 what was going on exactly and wouldn't get something  
23 wrong in the story.

24 Q And so the artwork that we see on page --  
25 for example, 274, is that reflective of the detail

1 of the pencils that you received from Steve Ditko?

2 A Well, this is the finished artwork inked.  
3 What I got was much rough, the figures were like  
4 little ballons and you could tell what the hands and  
5 arms were, that there was a little bit of background  
6 and so forth. But it was very sketchy. If he were  
7 going to have -- if he were not going to ink the  
8 story, he would have done it in more detail. But  
9 since he was going to ink it, he only needed enough  
10 for him and me to be able to see. This was actually  
11 first done with the idea that Stan would write it.

12 Q Why do you say that this was first done  
13 with the idea that Stan would write it?

14 A Because Stan had been writing the -- for  
15 the last year or so, Stan had been the scripter of  
16 all the Doctor Strange stories.

17 Q Who, if anyone, asked you to become the  
18 writer on this Doctor Strange story?

19 A Stan Lee.

20 Q And did you have an understanding of who  
21 decided who would be the artist on the -- this  
22 Doctor Strange story?

23 A Well, I knew that Stan had decided that  
24 Steve Ditko would. He had been doing it since the  
25 beginning.

1           Q       And what was the basis for your  
2 understanding that Stan Lee had decided that Steve  
3 Ditko would work on this comic?

4           A       Stan made all the artist assignments.

5           Q       And was that true over the entirety of  
6 the relevant period, that is 1962 to '75 to your  
7 understanding?

8           A       Yes. Sometimes the production manager  
9 would make certain inking decisions because -- you  
10 know, in a hurry, but he would -- they would always  
11 be subject to Stan. Even if they were made, they  
12 were made in Stan's name, and they could be canceled  
13 or changed if Stan wanted that.

14          Q       And so when we see the words on page 273  
15 which is the second page of the exhibit, "Found  
16 place to hide. Must move fast."

17                   Do you see that?

18          A       Oh, this, yes. That's -- yes -- Steve's  
19 writing, yes.

20          Q       And what did that mean to you?

21          A       Well, it was in the middle of a story I  
22 continued from the preceding month's story, so I had  
23 that to look at, too, with all written and drawn  
24 out.

25                   And Doctor Strange was fleeing some

1 enemies of his. He was kind of trussed up, and so  
2 forth, with his body. So he was trying to find a  
3 place for his body, his physical body to hide so  
4 that his enemies couldn't find him and destroy him.  
5 And he had to send out his astral self since he was  
6 a sorcerer to find a hiding place for him.

7 It was just to convey a sense of, not  
8 just what he was doing, but that there was a sense  
9 of urgency.

10 Q And does that correspond to the drawings  
11 that follow on page 274?

12 A Yes. I -- you know, I added different  
13 things to it as I was fleshing it out, but sort of  
14 took that and just did whatever I felt I should do  
15 with it.

16 Q And you can see on page 274 the credit  
17 box?

18 A Yes.

19 Q And based on your working on this comic  
20 issue, are those credits accurate?

21 A Yes.

22 Q And it says, for example, "Edited and  
23 rehashed by Stan Lee."

24 What does that mean to you?

25 A Well, besides being the editor of a

1 Q And -- strike that.

2 Understanding that this comic that we're  
3 looking at was at the beginning of your tenure with  
4 Marvel, to your understanding, did Stan Lee retain  
5 the ability to ask you to make revisions to your  
6 work during the entirety of the relevant time  
7 period?

8 A Yes.

9 Q Okay. We can put that one aside, thank  
10 you.

11 Did Steve Ditko -- did there come a time  
12 when Steve Ditko stopped working with Marvel after  
13 you arrived in '65?

14 A Yes.

15 Q And when was that?

16 A I'm not sure exactly. It was near the  
17 end of the year. Either right before or after  
18 Christmas. Sometime within a few weeks of  
19 Christmas, I think, but it was near the end of the  
20 year.

21 Q Okay. So let me go ahead and mark as  
22 Exhibit -- can you help me? Mark as Exhibit 62.

23 A Uh-huh.

24 Q A document that's been Bates stamped  
25 2021MARVEL-71288.

1 Q Approximately.

2 A -- the end of the '60s. '69, '70.

3 Before that, I had worked with him for  
4 about a year or so on Doctor Strange, and that, too,  
5 was another year. And again, I don't have any  
6 memory -- that was where the cover was that Martin  
7 Goodman didn't like, but I don't have any memory of  
8 ever rejecting -- or Stan, who was then the official  
9 editor, ever rejecting any of his work on that or  
10 very many things.

11 Q Okay. And I'd like to try to get a sense  
12 of the volume of comics that Marvel is producing per  
13 year.

14 In the 1960s, let's say, when you joined,  
15 how many superhero -- second half of the '60s, how  
16 many superhero comics was Marvel publishing a month?

17 A There were around eight or so. Not  
18 counting the westerns and the Millie the Model  
19 stuff. There were around eight, all of which pretty  
20 much, by that stage, Stan had taken back the writing  
21 of.

22 Q Okay. So about eight or so per month?

23 A Yeah, a month.

24 Q Superhero comics?

25 A Yeah, yeah.

1           A       Yes. I think the freelance and staff  
2 checks were separate, but they were all both checks.

3           Q       Okay. And how would you receive your  
4 freelance checks from Marvel?

5           A       Somebody came down and handed them out at  
6 the office, on Friday. I don't remember if the  
7 freelance was every week or every other week or  
8 something, you know, but I think the staff was every  
9 week and so forth, so they were just kind of  
10 overlapping. Some weeks I got freelance and some I  
11 didn't.

12          Q       Okay. And how about your salary checks,  
13 how did you receive those?

14          A       That was a check handed to me at the  
15 office.

16          Q       Who would hand you your checks?

17          A       I think it was some executive from  
18 Magazine Management or he might have given it to Sol  
19 Brodsky and Sol handed them out. It probably  
20 varied. As long as I got the check, I almost didn't  
21 remember.

22          Q       Do you recall who the payor on your  
23 checks was during the 1960s?

24          A       Well, as far as I knew, I think it was  
25 Magazine Management, which is the overall name of

1 the company which I had never heard before I went to  
2 work for them.

3 Q And you testified previously that you  
4 recalled that at least some of the checks you  
5 received contained language on the back of them?

6 A Yes.

7 Q Do you recall what that legend said? And  
8 if it varied over time, please let me know.

9 A I think there might have been a couple of  
10 versions. They -- what they all amounted to was  
11 that -- paraphrase in some way, I don't know, but  
12 basically it was saying that I was -- you know, I  
13 was signing this check, and I had no ownership, you  
14 know, of -- or claim on, you know, anything I had  
15 done for the company and so forth. It was just a  
16 legalese way of saying things -- saying that as far  
17 as I could wade through it.

18 Q Do you have a copy of any of the checks  
19 that you received during the '60s -- strike that.

20 Do you have a copy of any of your checks  
21 you received from Marvel during the relevant time  
22 period?

23 A Sadly, no.

24 Q And did you receive royalties on the sale  
25 of any comic books that you worked on in the '60s or



1 during the relevant time period, is it your  
2 understanding that they were also paid on a per-page  
3 rate?

4 A Yes.

5 Q And same question with respect to  
6 freelance artists, how were they paid during the  
7 relevant period?

8 A There was a page rate, you know, for  
9 penciling, for inking, separate rates. Or if they  
10 did them both, they got, you know, the same. But it  
11 was a page rate.

12 Q Same page rate -- strike that.

13 Colorists and letterers were also paid on  
14 a per-page rate; is that correct?

15 A Yes.

16 Q And to your understanding, did any  
17 freelance contributors at Marvel during the 1960s  
18 get paid royalties or other profit participation on  
19 the comics that they worked on?

20 A I'm not aware of any. I thought not.

21 Q And did the -- to your understanding, did  
22 the per-page rate that Marvel agreed to pay the  
23 freelancers, did that include any revisions that  
24 were requested by Marvel?

25 A It was just a flat rate. Marvel didn't

1 generally pay extra for revisions. There might have  
2 been exceptional cases and so forth that I didn't  
3 even hear much about. But generally speaking, if  
4 you just -- you know, if you had to revise  
5 something, they felt you hadn't done it right in the  
6 first place or something, sometimes it was a source  
7 of friction, but that was the rule.

8 Q And in your experience on the occasion  
9 when pages may have been rejected by Marvel for  
10 freelancers, would they still be paid for those  
11 rejected pages?

12 A I didn't usually see the record. They  
13 had probably been paid for them in the first place,  
14 but they weren't going to be paid to, you know, redo  
15 them.

16 Q Looking back at Exhibit 62, which is your  
17 AlterEgo 50.

18 A Yes.

19 Q And I'd like to direct your attention to  
20 314.

21 A 314. Okay. All right.

22 Q And you see that the highlighted part  
23 towards the bottom of the page, "Stan made it  
24 possible for guys like him and Bill to go on working  
25 and nobody was looking to get rid of them. In fact,

1       they do offer it.

2           Q       Are there sums of money that Marvel is  
3       supposed to pay you in the future let's say over the  
4       next five years?

5           MS. LENS:   Objection to form.

6           A       Not counting -- only if they ask me to do  
7       a comic or certain things if they pay -- if they  
8       reprint my material, you know, they -- they're not  
9       legally obligated to, but they make their incentive  
10      payments there for publishing material of mine from  
11      years ago that they reprint. And I get some money  
12      for characters that I helped develop that are used  
13      in films or TV. But that just comes in -- it's  
14      totally dependent on what they do, whether they use  
15      them.

16      BY MR. TOBEROFF:

17           Q       So when they reprint a comic book that  
18      you've written, they pay you incentive payments I  
19      think you called them?

20           A       That's the term they used, incentive  
21      payments, yes.

22           Q       And what do you mean by they're not  
23      legally obligated to pay you?

24           A       Well, I wrote -- when I wrote the comics  
25      years ago, I wrote them for Marvel, and I have no

1 rights to them. But they felt it a matter of  
2 practicality and goodwill with me and many other  
3 people. They just prefer to, you know, pay us a  
4 certain little bit of money depending upon the sales  
5 of the books that have our material in them.

6 Q So it's up to their discretion?

7 A Yes. Although, they seem to have a  
8 formula of some sort. It's not just somebody  
9 decides to dole me out money. But I'm not privy to  
10 every detail of what the thing is, but I can tell,  
11 you know, that it's a certain percentage of what  
12 they get. I get a little tiny percentage of that,  
13 or whatever, if that's, you know.

14 Q Does the majority of your current Marvel  
15 income currently consist of those reprint payments  
16 or incentive payments?

17 A Yeah. Between reprints and things  
18 related to, again, TV or streaming or movie use of  
19 characters, you know, that would be the great  
20 majority of about one-third of my income that I get  
21 from Marvel.

22 Q And are those also incentive payments if  
23 they use a character for a comic book you worked on  
24 as source material for film or television?

25 A That's covered by something else. They

1 started maybe a decade ago called a character  
2 agreement, which they offered in which they said  
3 they would, you know -- when I signed the agreement,  
4 they would, you know, pay me the -- certain sums  
5 depending upon, you know, if -- you know, how  
6 much -- what percentage of it was that character as  
7 opposed to some other character and whether it was a  
8 feature film or an hour TV show or, you know. Some  
9 of it comes from toys, models and everything.  
10 Models I would have called them, but they call them  
11 action figures now.

12 Q Are those payments discretionary as well?  
13 They're not obligated to make those payments?

14 A No, they're discretionary. I mean, I  
15 don't -- they don't have any legal obligation to  
16 offer me any of that, give me any of that.

17 Q And you referred to an agreement in  
18 connection with those payments. What agreement are  
19 you referring to?

20 A It's called the character agreement,  
21 something like that, from about ten years ago. Ten  
22 years ago, maybe a little more.

23 Q Do you have a copy of that agreement?

24 A I do. I don't have it here. I have it  
25 at home electronically and so forth.

1 Q Now, you testified that you started  
2 working for Marvel -- well, you said you started  
3 working for Marvel in July of 1965; is that right?

4 A Yes.

5 Q And at that time wasn't Marvel the name  
6 given for the comic book division of Magazine  
7 Management?

8 MS. LENS: Objection to form. Objection  
9 to the extent it calls for a legal conclusion.

10 A It was. I don't know how formal it was.  
11 We knew it as Marvel Comics. But of course it was  
12 just a sort of a division or whatever of Magazine  
13 Management. I discovered when I got to New York.  
14 BY MR. TOBEROFF:

15 Q Do you know whether -- do you believe  
16 Magazine Management was an actual corporation?

17 MS. LENS: Objection. Lacks foundation.

18 A I didn't see any papers. It seemed to be  
19 that was the day that I first showed up at the  
20 address there to pick up my writer's test. It  
21 didn't say Marvel Comics anywhere. The door said  
22 Magazine Management, which is the first time I had  
23 ever heard the expression.

24 BY MR. TOBEROFF:

25 Q Between 1960 -- I think you also

1 Q And you were working there when Perfect  
2 Films bought Marvel, correct, in 1968?

3 A Yes.

4 Q After 1968 were your paychecks issued by  
5 Perfect Film & Chemical?

6 A I don't remember what was on it. I think  
7 Perfect Film, and of course they changed their name  
8 pretty quickly the next year to Cadence. So I don't  
9 remember what was on the checks specifically. You  
10 know, it's been so long. It's been, you know, what,  
11 over 50 years. I really don't recall. And I didn't  
12 save any of them or seen any sense.

13 Q And do you know whether Perfect -- did  
14 Perfect Films just buy the Marvel Comics business,  
15 or did they buy more businesses of Magazine  
16 Management, to your knowledge?

17 MS. LENS: Objection to form. Lacks  
18 foundation.

19 A My understanding was they bought Magazine  
20 Management, and Marvel Comics was a part of it. And  
21 it was part of the reason they bought it, but I  
22 didn't know that in detail. I was not involved with  
23 any of that, and nobody ever filled me in with any  
24 hard information about it.

25

1 witness?

2 A That's why I said no. I don't know what  
3 percipient is.

4 Q A percipient witness is a witness who  
5 testifies as to things they actually perceived,  
6 things they actually witnessed with their senses.

7 Do you understand that?

8 MS. LENS: Objection to the extent that  
9 it calls for a legal conclusion.

10 A Well, witness, I wonder how much I had to  
11 exactly see everything as opposed to simply know  
12 some things. But, yes, I realize it's mainly just  
13 for my personal recollections and not for expertise  
14 as one on mergers and conglomerates.

15 BY MR. TOBEROFF:

16 Q No, it's about your personal recollection  
17 of things that you actually witnessed.

18 MS. LENS: I'm going to object, Marc.

19 He's here as a fact witness. You're not  
20 allowed to mischaracterize what a fact witness  
21 is entitled to do in an attempt to somehow  
22 limit his testimony. Ask your questions, and  
23 he'll answer them.

24 BY MR. TOBEROFF:

25 Q Now, I want you to understand that when I



1 ask you questions, I'm asking you questions based on  
2 your personal knowledge as a percipient witness, not  
3 based on your expertise as a comic -- as a comic  
4 book historian.

5 Do you understand that?

6 A Yes. I'm here mostly for my memory.

7 Q Now, do you also understand that since  
8 you started work at Marvel in July of 1965, you are  
9 not a percipient witness as to things that went on  
10 at Marvel before 1965?

11 MS. LENS: Objection. It's  
12 argumentative. Objection to the extent that it  
13 calls for a legal conclusion.

14 Are you asking for the legal -- the --

15 MR. TOBEROFF: Please don't coach the  
16 witness.

17 MS. LENS: No. I --

18 MR. TOBEROFF: Please don't coach the  
19 witness.

20 MS. LENS: I don't understand the  
21 question.

22 MR. TOBEROFF: That's okay.

23 MS. LENS: Do you understand the  
24 question, Mr. Thomas?

25 A Well, that percipient thing still kind of

1 throws me because while I generally understand it,  
2 but, you know, I'm here to tell the things I  
3 remember, and --

4 BY MR. TOBEROFF:

5 Q Did you personally witness things at  
6 Marvel before July 1965?

7 A Yes. To that extent, no, I did not.

8 Q Thank you.

9 MS. LENS: He is allowed to testify as to  
10 what other parties may --

11 MR. TOBEROFF: You're making a speaking  
12 objection.

13 MS. LENS: Hold on. No.

14 MR. TOBEROFF: You're making a speaking  
15 objection. No, I'm sorry.

16 MS. LENS: He's allowed to testify --

17 MR. TOBEROFF: You're making a speaking  
18 objection. I'm not going to let you coach the  
19 witness.

20 MS. LENS: He's allowed to testify as to  
21 what --

22 (Overlapping speakers.)

23 MR. TOBEROFF: Stop coaching the witness.  
24 Let me conduct my deposition. Your doing that  
25 only exhibits desperation and helps me.

1 BY MR. TOBEROFF:

2 Q Mr. Thomas, I'll represent to you that  
3 all of Larry Lieber's works in and question in this  
4 case were published before 1965. Specifically I'm  
5 talking about Tales to Astonish, Volume 1, Numbers  
6 35 through 58; Journey into Mystery, Volume 1,  
7 Numbers 83 to 104; Tales of Suspension, Volume 1,  
8 Number 39; and Strange Tales, Volume 1, Number 102  
9 to 113.

10 Based on the fact that these works were  
11 created before you were at Marvel, you could not  
12 have been an actual witness to the conditions under  
13 which any of these Larry Lieber works were created,  
14 correct?

15 MS. LENS: Objection to form. It's  
16 argumentative. Calls for a legal conclusion.

17 BY MR. TOBEROFF:

18 Q You could answer.

19 A Yes, it all happened before I was there.  
20 I was not a personal witness to any of the  
21 assignments or the writing or artist or anything.  
22 It's before July of '65.

23 Q I'll also represent to you that both of  
24 Don Rico's works that are in question in the current  
25 case were published before 1965, specifically Tales

1 of Suspense, Volume 1, Numbers 52 to 53.

2 Based on that fact, you also could not  
3 have been an actual witness to the conditions under  
4 which any of these Don Rico works were created,  
5 correct?

6 MS. LENS: You mean -- objection. Actual  
7 witness, do you mean personal witness?

8 BY MR. TOBEROFF:

9 Q Personal witness.

10 A Yes, I was not a personal witness to any  
11 of that.

12 Q I'll further represent to you that a  
13 large number of Don Heck's works in question in the  
14 current case were published before 1965 as well,  
15 specifically Tales of Suspense, Volume 1, Number 34  
16 to 63; The Avengers, Volume 1, Numbers 9 through 13;  
17 and Strange Tales, Volume 1, Number 101 to 105.

18 Based on the fact that you started  
19 working at Marvel after that, in July 1965, you  
20 could not have been a personal witness to the  
21 conditions under which these works were created  
22 either, correct?

23 A That's correct.

24 Q I'll further represent to you that a  
25 large number of Steve Ditko's works in question here

1 were published before 1965, specifically Amazing  
2 Fantasy, Volume 1, Number 15; Amazing Spider-Man,  
3 Volume 1, Number 1 through 22; Strange Tales, Volume  
4 1, Numbers 102 to 130; the Fantastic Four Annual,  
5 Volume 1, Number 2; Strange Tales Annual, Volume 1,  
6 Number 2; and Amazing Spider-Man, Volume 1, Number  
7 1.

8 Again, based on the fact that these works  
9 were created before July 1965, you could not have  
10 been a personal witness to the conditions under  
11 which any of these Ditko works were created either,  
12 correct?

13 MS. LENS: Objection to form.

14 A If all those numbers are pre mid 1965,  
15 then, yes, I was not a witness to them.

16 BY MR. TOBEROFF:

17 Q I'll further represent to you that most  
18 of the famous superhero characters co-created by  
19 Jack Kirby were first introduced between 1958 and  
20 1963.

21 So you were not a personal witness to  
22 their creation during that time period either as  
23 that was before you started at Marvel, correct?

24 MS. LENS: Objection to form. Compound.

25 A Yes, that's correct. It was before I was

1       there.

2       BY MR. TOBEROFF:

3           Q       And because you weren't there before  
4       July 1965, you could not have been a witness to Jack  
5       Kirby's working -- personal witness to Jack Kirby's  
6       working relationship with Stan Lee or Marvel prior  
7       to July 1965; is that correct?

8           MS. LENS:   Objection to form.

9           A       Yes, that's correct.

10       BY MR. TOBEROFF:

11           Q       I'd like to ask you, with respect to a  
12       number of different superhero characters, whether  
13       you did any work on the comic book story where that  
14       character first appeared.

15           A       All right.

16           Q       So the first character is Spider-Man,  
17       also known as Peter Parker. Did you work on --

18           A       I thought we just covered this. I wasn't  
19       there.

20           Q       So you did not work on the comic book  
21       story where that character first appeared?

22           A       No.

23           Q       Correct?

24                    Doctor Strange?

25           A       No.

1 Q Black Widow?

2 A No.

3 MS. LENS: What's the question? Yeah.

4 BY MR. TOBEROFF:

5 Q Iron Man?

6 MS. LENS: Objection. There's no  
7 question.

8 A No.

9 BY MR. TOBEROFF:

10 Q You did not work on the comic book story  
11 where Iron Man first appeared, correct?

12 A That's correct.

13 Q The Wizard a/k/a Bentley Whitman?

14 MS. LENS: Same objection. There's no  
15 question.

16 A The Wizard?

17 MR. TOBEROFF: Rather than waste time  
18 repeating the question, it's a standing  
19 question whether he worked on the comic book  
20 story in which the character first appeared.

21 BY MR. TOBEROFF:

22 Q I believe, Mr. Thomas, you understand my  
23 question?

24 MS. LENS: He understands that question.

25 A Yes, I understood the first part. I

1 understood. The Wizard -- there was a Wizard  
2 character in one of the books as a villain. You're  
3 speaking of that character? I want to make sure I'm  
4 answering --

5 BY MR. TOBEROFF:

6 Q The Wizard a/k/a Bentley Whitman.

7 A I don't remember that particular secret  
8 entity after so many years, so I don't remember.  
9 The Wizard was probably -- oh, there was a Wizard  
10 villain in the Fantastic Four. I think, if you mean  
11 that character? If you mean that character.

12 Q I mean --

13 A It was before my time, but I'm not sure  
14 that -- 100 percent sure that's the character.

15 Q The Wizard you referred to, did you work  
16 on the comic book in which that character first  
17 appeared?

18 A If it's the Wizard that was the villain  
19 in the Fantastic Four, no, but I don't --

20 Q And you don't know --

21 A He had a title the Wingless Wizard more  
22 often. It originally had been something else.  
23 Paste-Pot Pete, I believe.

24 Q You don't know who Bentley Whitman is?

25 A I don't remember that being the secret



1       entity. I don't recall because it wasn't used that  
2       much as a name.

3           Q       Did you work on the comic book in which  
4       Ant-Man a/k/a Dr. Henry Pym first appeared?

5           A       No.

6           Q       Did you work on the comic book in which  
7       Crimson Dynamo a/k/a Anton Vanko first appeared?

8           A       No.

9           Q       Did you work on the Marvel comic book in  
10       which The Mighty Thor a/k/a Dr. Donald Blake first  
11       appeared?

12          A       No.

13          Q       Did you work on the Marvel comic book in  
14       which Daredevil first appeared?

15          A       No.

16          Q       Did you work on the Marvel comic book in  
17       which Charlie-27 first appeared?

18          A       Yes, to some extent.

19          Q       Describe the work you did on that comic  
20       book.

21          A       Well, part of it was indirect. A writer  
22       who had come over from DC, Arnold Drake, had an  
23       appointment with Stan Lee to try to get himself some  
24       extra work by coming up with an idea for a story or  
25       something, I guess. I didn't know much about it.

1 But he -- we were just talking before he went in to  
2 see Stan, and he didn't seem to have any ideas. He  
3 just was trying to find ways to get himself more  
4 work.

5 So I mentioned an idea that I had had  
6 back in my days when I was just a comics fan before  
7 I worked at Marvel, an idea for sort of an alternate  
8 future in which Russia and China had carved up the  
9 United States between them, and the heroes were a  
10 bunch of sort of freedom fighter characters and so  
11 forth. And Arnold sparked to that idea. He went in  
12 to talk to Stan.

13 And somehow, as soon as he mentioned it,  
14 Stan kind of immediately just got that little spark  
15 idea, totally threw out any suggestion of that kind.  
16 And somehow by the time they emerged, and I was not  
17 there for the thing, I only talked to Arnold -- or  
18 Stan later, it had come out as the Guardians of the  
19 Galaxy, which was a group in which the Earth has  
20 been, you know, defeated by aliens instead of  
21 Chinese and Russians. And there were these gorillas  
22 who were the four or five aliens from the guardians  
23 of the galaxy fighting them.

24 So maybe the spark was there, but it was  
25 really not my idea anymore or anything like that. I

1 don't know how much of that was Stan -- Stan was  
2 probably the guy that came up with most of it. And  
3 Arnold ended up writing it. It became just a  
4 one-shot story at that time. And later I was doing  
5 backup proofreading and so forth on it. That was my  
6 only other involvement with it.

7 Q But were you in that -- in the room with  
8 Stan and Arnold when they were talking about it?

9 A No. I only saw the before and after.

10 Q Did you work on the first comic book in  
11 which Blade a/k/a Eric Brooks appeared?

12 A I believe I was the editor.

13 Q When you say you believe, are you sure?

14 A I'd rather look at the credits just to be  
15 100 percent sure, because I became the editor and  
16 chief around that time. And sometimes your name  
17 would get put on before and after. I believe that  
18 my name is on the editor -- that first Blade story,  
19 I believe my name is on the -- I'm about 90 percent.  
20 I'd want to see to be 100 percent sure. But I'm  
21 pretty sure I was the editor of that book. I know I  
22 wrote cover for it, et cetera.

23 Q Did you work on the first Marvel comic  
24 book in which Hawkeye a/k/a Clinton Barton first  
25 appeared?

1 A No.

2 Q Did you work on the Marvel comic book in  
3 which Falcon a/k/a Sammy Wilson first appeared?

4 A As backup proofer or anything else that  
5 came up, yes, but not in any other terms.

6 Q When was that?

7 A The Falcon? Something in the latter  
8 '60s.

9 Q Did you work on the first comic book in  
10 which Major Vance Astro first appeared?

11 MS. LENS: Marc, for work, are you asking  
12 for a writer or you're trying to include all of  
13 his work as an editor as well?

14 MR. TOBEROFF: Any work.

15 MS. LENS: Okay. Then I'm going to  
16 object to this line of questioning as vague.

17 BY MR. TOBEROFF:

18 Q When I'm asking you, I'm asking you --

19 A I want to make certain that that is  
20 the Vance -- I'd ask you a question. And that is a  
21 member of the Guardians of the Galaxy? I want to  
22 make sure I have that right.

23 Q Which one are you referring to?

24 A The Astro character. Is that a member of  
25 the Guardians of the Galaxy? You're asking that

1 question in that same story? Because the answer  
2 would be then pretty much identical to the preceding  
3 one.

4 Q The Charlie-27 answer?

5 A Yeah.

6 Q Okay.

7 A Yeah. Because I think they were both  
8 members, I believe, if I'm thinking of the right  
9 character, the Guardians of the Galaxy. And they  
10 all came out of that same conference in which, you  
11 know, I had a little tiny piece at the beginning,  
12 but basically it worked out between Stan and that  
13 other writer.

14 Q I understand. What was his name?

15 A Arnold Drake.

16 Q Did you work on the first comic book in  
17 which the character MartinXManga --

18 A These comic names.

19 MS. LENS: Objection to the form.

20 A That's Guardians of the Galaxy, I  
21 believe. It's the same answer, same situation.

22 BY MR. TOBEROFF:

23 Q Same as Charlie-27?

24 A Yeah. All of those characters were on  
25 the same, and the answer would be the same.

1 Q And was the answer the same for Yondu  
2 Udonta?

3 A Yes. Yes. Embarrassingly so. I'm glad  
4 I didn't make any of those names up.

5 Q And did you work on the comic book in  
6 which Captain Marvel a/k/a Marvel first appeared?

7 MS. LENS: Objection. It's been asked  
8 and answered.

9 A Yes, I did.

10 BY MR. TOBEROFF:

11 Q Tell me what work you did on that first  
12 issue in which Captain Marvel appeared?

13 A I -- after hearing from Stan about the  
14 circumstances of the creation, that wasn't doing  
15 anything, just learning about it. But then when the  
16 story was -- I don't remember anything else before,  
17 but when the story was drawn, I looked over the  
18 artwork with Stan because he wanted to talk it over  
19 with me and see what I thought, et cetera, and I  
20 made the suggestion of giving him the chest symbol  
21 in order to make him look a little more like a  
22 superhero and less like just a spaceman.

23 And then, of course, later I did backup  
24 proofreading and so forth. And I submitted a couple  
25 of color schemes, one in which Stan used for the

1 character, just for the Alaric really.

2 Q So the questions I just asked you were  
3 about the issues when the character first appeared.

4 A Yes. That's all for the first issue, all  
5 those things I said.

6 Q So now I'm going to ask you questions  
7 about any issue in which those main characters  
8 appear. So did you work on any Spider-Man comic  
9 books?

10 MS. LENS: Objection to form.

11 A Yes.

12 BY MR. TOBEROFF:

13 Q Describe to me what you did in connection  
14 with --

15 A Originally --

16 MS. LENS: Hold on. Objection to form,  
17 overbroad and compound.

18 A Originally I did backup proofreading,  
19 checking that Stan's corrections were done. And if  
20 I found something else that I could suggest and  
21 things of that sort with Spider-Man some years  
22 later, you know, but still in the purview in '71 I  
23 wrote four issues of Spider-Man while Stan took a  
24 few months off.

25

1 BY MR. TOBEROFF:

2 Q When was that, approximately?

3 A 1971.

4 Q Do you remember what issues those were?

5 A Yes, number 101 to 104. So I became the  
6 second person ever to write the character, which is  
7 why I remember that.

8 Q What about Doctor Strange? You  
9 testified, I believe, that you worked on a couple  
10 issues of Doctor Strange.

11 A Well, the Doctor Strange feature in  
12 Strange Tales, the two Ditko stories in the fall of  
13 1965, that was the first.

14 Q And other than the two Ditko stories in  
15 the fall of 1965 that you previously spoke about,  
16 did you work on any other Doctor Strange stories?

17 A Yes. I wrote a number of stories in '66,  
18 '67, '68 period with -- that were drawn by other  
19 people that Stan assigned me to be -- to take over  
20 the writing of Doctor Strange in Strange Tales in  
21 that feature after Steve Ditko left.

22 And then when Doctor Strange became its  
23 own title in 1968 for what lasted about a dozen  
24 issues or so before it was canceled, I was the  
25 writer of those. And I later, you know, wrote other



1 stories with Doctor Strange after that, both in his  
2 own series or as a member of a group called the  
3 Defenders and as a guest star in quite a few Doctor  
4 Strange stories.

5 Q Tell me about what work, if any, you did  
6 on any issues featuring Black Widow.

7 A When I took over the writing of the  
8 Avengers with Issue Number 35, a couple of issues  
9 later -- one or two issues later, maybe 36 even, I  
10 decided that because we could use another villain  
11 character in the Avengers. I brought in the Black  
12 Widow as she had been transmuted more or less into  
13 a costumed character as opposed to sort of the  
14 spy-type she originally was.

15 And I brought her into sorta -- I don't  
16 know if she was ever called an exact Avengers, but  
17 she was in the Avengers book for a number of months.  
18 And in the early -- what was it? Early '70s, I  
19 wrote a couple of Black Widow solo stories when she  
20 got her own feature. And I probably wrote her in a  
21 couple other stories here and there. Not too many  
22 but several.

23 Q How about Iron Man, did you work on any  
24 Iron Man issues?

25 MS. LENS: Objection.

1 A Yes.

2 Q And then in mid to late '72 to  
3 September of 1974, you were editor-in-chief at  
4 Marvel?

5 A No, it was earlier than '74. It was  
6 either spring or early summer. I'm not sure of the  
7 exact time. It wasn't late '72. It was earlier  
8 '72, the first half of it.

9 Q No. I said -- you started in mid --

10 A You said late '72.

11 Q No, mid to late '72.

12 A Oh, well, it was -- I started -- I  
13 started not in late. It was mid or --

14 Q Mid '72?

15 A Something -- whatever you want. I don't  
16 know the month.

17 Q Then you left approximately Labor Day of  
18 1974?

19 A Yes.

20 Q Then you were paid a staff salary -- you  
21 were paid a salary for all these staff positions?

22 A Yes.

23 Q What Marvel company employed you for each  
24 of these positions?

25 MS. LENS: Objection to form. Objection

1 to the extent that it calls for a legal  
2 conclusion or lacks foundation.

3 You can answer.

4 A I never really knew or thought about it.  
5 I always thought of myself as working for Marvel  
6 Comics. In fact, in a lot of ways I told people I  
7 was working for Stan Lee. I thought it was a more  
8 personal thing than just that. If I had said a  
9 company, I would have always said Marvel Comics.  
10 But that doesn't mean that that was the official  
11 name. It's just what I would have said. Whether  
12 the official name was Cadence or Perfect Film or  
13 Magazine Management, to me it was always Marvel  
14 Comics from the day I walked in the door until I  
15 left.

16 BY MR. TOBEROFF:

17 Q But you were an actual employee --

18 A Yes.

19 Q -- of a company?

20 A Yes.

21 Q And you don't know what company that was?

22 MS. LENS: Objection. It's  
23 argumentative. It's been asked and answered.

24 A There were various overlappings, Marvel  
25 comics being a part of Magazine Management and then

1 the whole Magazine Management being a part -- owned  
2 of the conglomerate Perfect Film, which then became  
3 Cadence. It didn't seem to me worth spending much  
4 time worrying about it. I didn't deal with the  
5 executives of the other -- you know, of Magazine  
6 Management or Perfect Fill or Cadence. I dealt with  
7 Stan. I could have cared less about the other  
8 situation.

9 BY MR. TOBEROFF:

10 Q Can you -- do you have a recollection of  
11 checks that said Magazine Management on them?

12 A I think some of the early checks said  
13 that, but I couldn't swear to it. I just knew I got  
14 them. I signed them and never thought about them.

15 Q Do you have a recollection of checks that  
16 said Perfect Film on them?

17 A I don't have a positive -- there may have  
18 been some. I don't have any positive recollection  
19 of it.

20 Q What about Cadence, same question?

21 A Same answer, yes.

22 Q Do you remember the name -- the name on  
23 any of the checks that you received and salary for  
24 your staff positions?

25 A As I said, I think Magazine Management

1 was on some of the earlier ones, otherwise I really  
2 don't recall. That's 50 something years ago.

3 Q Do you believe that changed in 1968?

4 A Pardon me?

5 Q Do you believe that the checks no longer  
6 said Magazine Management after 1968?

7 A I don't have any belief one way or the  
8 other. I knew that the company had purchased  
9 Magazine Management and Marvel Comics as part of it.  
10 But I was still working -- either way, I was still  
11 working for Marvel Comics. It's just a matter of  
12 who Marvel Comics was working for.

13 Q Throughout these Marvel staff positions,  
14 you would write comic book stories on a freelance  
15 basis?

16 A Yes. That was part of what they called  
17 my freelance, referred to it, yes.

18 Q And did Marvel have a general policy  
19 permitting staff people to write and sell their  
20 freelance stories?

21 MS. LENS: Objection to form.

22 A Sorry. Yes, they did. They knew their  
23 salaries were meager, so they were happy to have us  
24 make extra money to be happy.

25

1 BY MR. TOBEROFF:

2 Q And did you still write on a freelance  
3 basis when you became editor-in-chief?

4 A Yes. I was expected to or asked to.  
5 They wanted me to. I did less of it because I was  
6 busy, but I still continued.

7 Q And throughout these position -- you've  
8 testified previously that you would receive separate  
9 checks for your salary as a staff member and  
10 different checks for your freelance material; is  
11 that correct?

12 MS. LENS: Freelance work you mean?

13 A I think those were always separate  
14 checks.

15 BY MR. TOBEROFF:

16 Q And that -- and that procedure was the  
17 same throughout all your positions, including when  
18 you were editor-in-chief?

19 A Yes, up through -- I don't know when the  
20 writer or creator contact pushed it in '74, I guess  
21 that changed in some way. I'm a little vague on it.  
22 But, yes, I always received both freelance and staff  
23 checks up through, you know, late '74.

24 Q And during the time you worked at Marvel,  
25 did Marvel sometimes -- you testified previously

1 over two hours. Can we take a break?

2 MR. TOBEROFF: I'm fine. I want to keep  
3 going.

4 MS. LENS: I'd like to take a break. I  
5 need to use the facilities. And the witness  
6 has been going for over two hours.

7 THE WITNESS: I wouldn't mind having a  
8 break for a couple of minutes.

9 MS. LENS: It's not a marathon.

10 THE WITNESS: Just a couple minutes.

11 THE VIDEOGRAPHER: The time is  
12 approximately 4:16:25 p.m. We're now off the  
13 record.

14 (A recess was taken from 4:16 p.m. to  
15 4:30 p.m.)

16 THE VIDEOGRAPHER: The time is  
17 approximately 4:30:15 p.m. We are now on the  
18 record.

19 BY MR. TOBEROFF:

20 Q Mr. Thomas, when you first started at  
21 Marvel July of 1965, how many people were working  
22 there?

23 MS. LENS: Objection to form. In the  
24 comics department of what was called Marvel  
25 Comics, there were five people and sort of a

1 sixth. There was one woman involved with  
2 commercial comics that they were thinking of  
3 doing, but somehow within a couple weeks she  
4 was kind of gone. So I almost don't count her.  
5 She was never exactly Marvel. It was going to  
6 be some commercial comics they were thinking of  
7 doing, and that never went much of anywhere.  
8 So there were five.

9 BY MR. TOBEROFF:

10 Q So who were the five. Stan Lee?

11 A Stan Lee; Sol Brodsky as production  
12 manager; Flo Steinberg, who was the sort  
13 secretary -- or girl Friday they had the term;  
14 obviously falling into disuse. Steve Skeates, the  
15 young writer who was hired a couple weeks before me.  
16 And Marie Severin, who had been hired as a  
17 production assistant. She did a few art corrections  
18 or paystubs or whatever they needed doing. They  
19 were in a total of three offices in a little corner  
20 of Magazine Management.

21 Q And did they have physical offices? I'm  
22 just trying to get a sense of the space.

23 A Well, there were the three offices in  
24 which the five people -- six counting me. I ended  
25 up in the office with the production manager and the



1 BY MR. TOBEROFF:

2 Q While you were editor-in-chief, yes.

3 A Yes. Less than before. I cut it down  
4 somewhat because of having to come in the office  
5 five days a week instead of three. But they still  
6 wanted me to go -- to continue writing some stories.

7 Q So the two days you weren't in the  
8 office, you would write from home?

9 A That was before I became editor-in-chief,  
10 yes, as did Stan. That started sometime in over the  
11 next few months after I went to work there.

12 Q How many days, approximately, would you  
13 write your freelance material from home?

14 A Well, that was the strange situation --  
15 it was usually about two days a week that I was  
16 home. And Stan wanted it to be the same two days he  
17 -- you'd think he'd want me to be there the days he  
18 wasn't there, but he preferred that I be there the  
19 days he was.

20 But in those two days, I was officially  
21 writing at home, but I was allowed to voucher all of  
22 that freelance. So I just looked at it as a raise,  
23 a de facto raise. I was being paid for the same  
24 job, but now I only had to go in three days a week.  
25 And everything I did at home was -- unless it was

1 something specific -- Stan was freelance, was on my  
2 freelance.

3 Q I'm sorry?

4 A Everything I did at home was counted as  
5 being freelance even though I was being paid a staff  
6 salary, like a five-day salary. But those two days,  
7 anything I wrote at home was counted as my doing  
8 freelance writing.

9 Q And were those two days the work days or  
10 on days of -- work days, Monday through Friday, or  
11 were they the weekend?

12 A No, it was all -- that's all on a  
13 Monday-through-Friday basis.

14 Q So two of the five days you would write  
15 freelance material at home?

16 A Yes.

17 Q And what was Stan's practice?

18 A Pretty much the same, except, you know,  
19 he had started earlier and decided I should do the  
20 same thing because they could get more out of me  
21 that way.

22 Q Is it your understanding that Stan Lee  
23 was also paid by the page for the freelance  
24 material?

25 MS. LENS: Objection to form.

1           A           My understanding was that he had a rate.  
2           I didn't know that much about or what it was or  
3           whatever else because he didn't discuss that with  
4           me. But it was a similar situation to mine except  
5           of course better.

6           BY MR. TOBEROFF:

7           Q           And did Stan ever tell you why he wanted  
8           you to take the same days off? Do you recall what  
9           days of the week that was?

10          A           It was usually, you know, Tuesday and  
11          Thursday, I think. It was pretty steady, and it was  
12          regular two days. It wasn't just whatever two days  
13          I wanted off. It was -- it had to be kind of a  
14          regular thing. I might have varied a little bit.  
15          But usually it was like a Tuesday -- Tuesdays and  
16          Thursdays. He just wanted to get more work out of  
17          me.

18          Q           No, but did he ever tell you why he  
19          wanted it -- in the same days he was writing  
20          freelance material at home, he wanted you to write  
21          freelance material at home?

22          A           He said he wanted me there when he was  
23          there.

24          Q           At the office?

25          A           Yes. He felt otherwise we wouldn't have

1 as much contact. If I was off two days and he  
2 wasn't there, we'd only see each other once a week,  
3 and he didn't want that.

4 Q Now, in 1974 did Cadence suddenly have  
5 writers sign special acknowledgments about the work  
6 they had done for Marvel previously?

7 MS. LENS: Objection to form.

8 A I don't remember that. 1974?

9 BY MR. TOBEROFF:

10 Q Starting in about 1974.

11 MS. LENS: Same objection.

12 A They may have. I do not remember any --  
13 any specific thing at that time. It could have  
14 been, but I don't recall it. Because I had my own  
15 writer/editor contract, and that was about all I  
16 went by.

17 BY MR. TOBEROFF:

18 Q You previously discussed how freelance  
19 writers were paid for their pages based on a page  
20 rate, right?

21 MS. LENS: Objection to form.

22 A Yes.

23 BY MR. TOBEROFF:

24 Q Was the page rate based on the amount of  
25 time a freelance writer or artist had spent creating

1 the particular material?

2 A It was based entirely on the page,  
3 whether it took ten minutes to write or an hour to  
4 write or five hours to write.

5 Q So it wasn't based on the amount of  
6 time --

7 A It had nothing to do with an hourly rate  
8 of any kind, no.

9 Q Just to be clear, it was a set page rate  
10 regardless of how long it took the writer or artist  
11 to create the page?

12 MS. LENS: Objection to form.

13 BY MR. TOBEROFF:

14 Q Correct?

15 A That's correct.

16 Q Do you know how that page rate was  
17 determined?

18 A It was determined between -- originally  
19 between Stan Lee and Martin Goodman.

20 Q And did it vary between the different  
21 freelance writers and artists?

22 A Well, people had different rates. And of  
23 course we'd get raises. They didn't all have the  
24 same rate. I didn't know what Stan's rate was. I  
25 assumed mine was lower. Other writers would come in

1 perhaps below whatever rate I had. And there was  
2 certainly a hierarchy of rates for the pencilers,  
3 for the inkers, even probably for letterers,  
4 colorists, although less so because there wasn't  
5 that much money per page for them.

6 Q Did freelance writers and artists have to  
7 pay for their own supplies and materials, ink,  
8 paper, their own overhead?

9 MS. LENS: Objection to form.

10 A Yeah. A little later I think Marvel  
11 started supplying some paper. In the early days, I  
12 think they were supplying their own. But I don't  
13 recall that much because, of course, I wasn't  
14 drawing. I supplied my own typing paper certainly.

15 BY MR. TOBEROFF:

16 Q And typewriter?

17 A At home. When I was at the office, of  
18 course, in the early days, they had a typewriter  
19 there for me. But it was my own typewriter at home,  
20 yes.

21 Q Were they reimbursed for any expenses  
22 associated with the creation of that material?

23 MS. LENS: Objection to form.

24 A I don't remember being -- once in a while  
25 there may have been some special thing if they

1 needed me to do and they might have paid for it.

2 But, generally speaking, I just supplied the  
3 materials.

4 BY MR. TOBEROFF:

5 Q Are you aware of Marvel reimbursing  
6 artists for the cost of delivering material?

7 A I'm not aware of it.

8 Q When freelance material was sent in by a  
9 freelance writer or artist, could Marvel approve or  
10 disapprove that material in its sole discretion?

11 A You mean the pages they had written,  
12 freelanced?

13 Q Or drawn.

14 A Well, Marvel then had to decide whether  
15 they approved of it or not and so forth. They could  
16 ask for a rewrite or reject it.

17 Q That was in their sole discretion,  
18 correct?

19 MS. LENS: Objection to form.

20 A Yes, their discretion.

21 BY MR. TOBEROFF:

22 Q They were free to reject the material or  
23 ask that it be fixed?

24 A They were free to ask the writer to  
25 rewrite or the artist to redraw anything that came

1 in that they did not feel was quite up to snuff or  
2 whatever.

3 Q Were they free to reject the material?

4 A Pardon?

5 Q Were they free to also reject the  
6 material?

7 MS. LENS: Objection to form.

8 A You know, they could reject anything.

9 BY MR. TOBEROFF:

10 Q If Marvel rejected a page turned in by an  
11 artist, were they required to pay for it?

12 A Was who required to pay for it?

13 Q Marvel.

14 A Only in the sense that the artist, say,  
15 or writer had to redo it, so they were -- they would  
16 end up paying for something. They wouldn't pay  
17 twice. They wouldn't pay, generally speaking, for  
18 both the rejected page and the new page.

19 In certain cases, I think they'd, you  
20 know, be more generous if they felt there was a good  
21 reason why the person should be paid. I think they  
22 were open to that argument sometime. But, generally  
23 speaking, they were just paying for a page of art.  
24 And when you got the page acceptable, they would  
25 accept it.



1 Q And what if the artist didn't fix the  
2 page, were they required to pay for that page?

3 MS. LENS: Objection to form. Incomplete  
4 hypothetical.

5 A It's hard to say. I can't think of any  
6 instance where that really happened.

7 BY MR. TOBEROFF:

8 Q I'm asking -- you spoke about their  
9 rights and abilities and authority and discretion.

10 A Yeah.

11 Q And previously you testified that they  
12 had full discretion to do what they want.

13 A Yeah.

14 Q So I'm asking you, were they required to  
15 pay for a page that they rejected?

16 A I don't think they considered themselves  
17 required to pay for a page they rejected, no, I  
18 don't think they did. They would then pay if the  
19 work -- if a new page came in that they accepted,  
20 they would pay for that one.

21 Q If a freelance artist drew a page and  
22 Marvel wanted the artist to redraw the page, what  
23 would happen if the artist refused?

24 MS. LENS: Objection to form. Incomplete  
25 hypothetical. Assumes facts not in evidence.

1           A       It's almost conceivable that that would  
2       happen because presumably they would have either --  
3       they would have got someone else to draw the page  
4       and, you know, and then they would have considered  
5       whether they wanted to go on employing the artist, I  
6       believe.

7       BY MR. TOBEROFF:

8           Q       To your knowledge, none of the freelance  
9       writers and artists had contracts with Marvel  
10      requiring them to work for Marvel, did they?

11          A       No. It was all -- it was a verbal  
12      agreement. You know, they went to work -- no one  
13      had written agreements, that I know of, before my  
14      contract in '74.

15                   (Overlapping speakers.)

16          Q       Were they required to work for Marvel  
17      or --

18                   (Overlapping speakers.)

19          MS. LENS: Can you not cut the witness  
20      off?

21          THE COURT REPORTER: I'm sorry. There  
22      was a couple overlaps here. Could you repeat  
23      the question?

24          MS. LENS: And, Marc, you're cutting the  
25      witness off. So if you can you make sure he

1 speaking.

2 MS. LENS: You're misleading the witness,  
3 Marc.

4 MR. TOBEROFF: You're coaching the  
5 witness.

6 MS. LENS: You think you're being so  
7 clever.

8 MR. TOBEROFF: You're ruining your own  
9 transcript by coaching the witness.

10 MS. LENS: I'm not coaching the witness.

11 THE WITNESS: Can you ask it again to  
12 make sure I answer it.

13 BY MR. TOBEROFF:

14 Q Yes. Are you aware of artists and  
15 writers who would create freelance material while  
16 they were working with Marvel and sell that material  
17 to other companies?

18 MS. LENS: Objection to form. Objection  
19 to the word "create" and objection to the word  
20 "sell."

21 A Well, they were freelancers. They were  
22 allowed to do, you know -- a freelancer was allowed  
23 to do whatever a freelancer did.

24 BY MR. TOBEROFF:

25 Q Are you aware of specific freelance

1 artists and writers who did that?

2 MS. LENS: Same objection.

3 A Well, not all -- I'm sorry. Not all  
4 freelance artists worked exclusively for Marvel. It  
5 was a very informal arrangement. If a freelancer  
6 wanted to keep some independence and do a little  
7 work for other companies, you know, they were  
8 entitled to do it.

9 BY MR. TOBEROFF:

10 Q Are you aware of specific individuals who  
11 would do that?

12 A There were people who were --

13 MS. LENS: Objection to form. Same  
14 objections.

15 A There were people who wrote or drew, you  
16 know, for both the major companies, DC and Marvel,  
17 or for other smaller companies, Warren Publishing,  
18 et cetera, at various times. One example that would  
19 not connect with this is, you know, the artist Neal  
20 Adams who had been mostly been a DC artist, and then  
21 came over and began to do X-Men in about 1968 or  
22 '69. But he kept on working for DC at the same  
23 time. There wasn't a lot of that, but there was  
24 some going back and forth.

25 We -- Stan liked to have people working,

1       you know, mostly for Marvel because it kept the  
2       style similar. But, you know, you couldn't legally  
3       force them. If the person did too many things you  
4       didn't like, you just didn't give them another  
5       assignment. That was up to what they wanted to do  
6       and what you wanted to do. It was a very free  
7       market.

8                   MR. TOBEROFF: Next exhibit is 82,  
9       correct?

10                  I'd like to mark this drawing as  
11       Exhibit 82.

12                  (Exhibit Number 82 was identified.)

13       BY MR. TOBEROFF:

14                  Q       I'd like to draw your attention to the  
15       illustration at the top left of Exhibit 82.

16                  A       Uh-huh.

17                  Q       It's on the top half of Exhibit 82.

18                  A       Yes.

19                  Q       On the left side, it's a face.

20                  A       Uh-huh.

21                  Q       Do you recognize that character?

22                         MS. LENS: Objection to form. Lacks  
23       foundation.

24                  A       It's a bearded man with a cloak.  
25

1 ghostwrite --

2 A For me?

3 Q Did he ever ghostwrite for you?

4 A I'm pretty sure he did not. I don't  
5 think I had anyone ghostwrite for me in that period.

6 Q Was Amazing Fantasy, Volume 1, Number 15,  
7 the last issue in the Amazing Fantasy series?

8 A Yes. It had changed titles two or three  
9 times from Amazing Adventures to Amazing Adult  
10 Fantasy to Amazing Fantasy, but that was -- the 15th  
11 issue was the last.

12 Q Why did they kill Amazing Fantasy or  
13 stop --

14 MS. LENS: Objection.

15 BY MR. TOBEROFF:

16 Q -- publishing it?

17 MS. LENS: To the extent it lacks  
18 foundation.

19 You can answer.

20 A I of course was not there at the time,  
21 but my understanding, in talking to Stan, I believe,  
22 later was simply that it was based, of course, on  
23 the sales of issues going back three or four months  
24 before when it was called Amazing Adult Fantasy.  
25 And it had been a comic of four or five per issue,

1 little short stories by -- written by Stan Lee and  
2 drawn by Steve Ditko entirely, which little Twilight  
3 Zone-ish kind of stories with a surprise ending.  
4 Kind of cute. And they tried to market it as more  
5 adult comics and so forth. But it didn't -- it was  
6 a cute little comic, but it did not sell. So, you  
7 know -- so that's why Spider-Man got dumped in the  
8 last issue, I guess.

9 BY MR. TOBEROFF:

10 Q When you say "Spider-Man got dumped in  
11 the last issue," was Spider-Man first introduced in  
12 the last issue of Amazing Fantasy, Volume 1, Number  
13 65 -- Number 15?

14 A He was -- yes, he was introduced in that  
15 issue. That became -- whether scheduled to be or  
16 not, it became the last issue.

17 Q Why would -- why was the main character  
18 like that, if you know, introduced in the last issue  
19 of another comic book line?

20 MS. LENS: Objection. Assumes facts not  
21 in evidence. Objection to form.

22 A There are too many versions, and Stan  
23 would tell me different stories at various times,  
24 which indicated he really didn't remember.  
25 Sometimes he said it was thrown in because it was

1 the last issue, so he'd throw it away just because  
2 he wanted to make sure it was published. And Martin  
3 Goodman did not like the idea. That's the only part  
4 that was consistent, that Martin Goodman did not  
5 like the idea of Spider-Man.

6 BY MR. TOBEROFF:

7 Q What did it have to do with putting it in  
8 the last issue?

9 A Well, if they're going to kill off the  
10 issue, they have to -- if they had prepared -- if  
11 Stan had prepared the story, they wanted to get rid  
12 of it for economic purposes. Otherwise it was just  
13 dead weight they had to -- you know, by putting it  
14 in a book, it sort of wrote it off. Now, whether  
15 that's what really happened or not in 1962, I don't  
16 know. I wasn't there. And I don't think the people  
17 there seem to remember.

18 Q Martin Goodman didn't like the idea of  
19 Spider-Man?

20 A Hated it, according to Stan. Who told me  
21 that from the very beginning. And Sol Brodsky had  
22 been around at the time, and he told me similar  
23 stories of knowing it. Stan said Goodman hated it  
24 because, A, people don't like spiders; B, he didn't  
25 like -- it says people don't worry about superheros



1 with problems, you know; and C was that kids -- and  
2 Spider-Man was a teenage high school student --  
3 could only be sidekicks. They couldn't be the hero  
4 of a book. He had never evidently heard of Superman  
5 that had been going for 10, 15 years at DC.

6 So he hated Spider-Man until he saw the  
7 sales figures of Amazing Fantasy 15, at which point  
8 he evidently decided he loved it. And they did a  
9 book about it right away.

10 Q So Stan slipped it in to the last issue  
11 of Amazing Fantasy?

12 A I don't know that it was intended to be  
13 the last issue. Stan would say that occasionally,  
14 and I'm sure he believed it when he said it. But  
15 there's evidence that people have researched very  
16 carefully that shows that one or two other stories  
17 were prepared, went on the shelf, and eventually  
18 combined saying Amazing Spider-Man, Number 1, a few  
19 months later was brought back.

20 So whether it was really intended to be  
21 the last issue or just became the last issue, nobody  
22 really knew because Martin Goodman did these things  
23 very quickly and suddenly on a whim. He suddenly  
24 saw a new sales figure or had an idea and suddenly  
25 would say kill that book. And there was no

1       repeal -- appeal from that judgment.

2           Q       When you started at Marvel in July of  
3       1965, was Stan Lee and Steve Ditko on good terms?

4           A       One of the first things I had learned in  
5       the first couple of days, Sol Brodsky was the one  
6       who told me, was that Stan Lee and Steve Ditko, for  
7       the last little bit, months or whatever, were not  
8       even speaking to each other, which of course was  
9       utterly astonishing to me.

10          Q       How long did that rift continue?

11          A       Well, I don't know exactly how long it  
12       was going before I got there. That was in July.  
13       Steve walked in and quit near the end of the year,  
14       so it was about a half a year. But the actual  
15       situation probably lasted a little longer than that  
16       because it was there when I got there until the day  
17       Steve walked in and said he was quitting.

18          Q       Would Steve Ditko plot Spider-Man stories  
19       in addition to drawing them?

20          A       Yes, he did. And he was credited for  
21       that for the last year or so of his term there. It  
22       said plotted and drawn by Steve Ditko.

23          Q       Does that fairly describe what's called  
24       the Marvel method?

25          A       It was -- it was a switch on the Marvel

1 method. The original -- before that, Stan and Steve  
2 had worked in the usual way. They would get  
3 together, talk over the story. And then whatever  
4 Stan finally approved that Steve should do, Steve  
5 would go home and start drawing.

6 But for various reasons, including  
7 arguments, disagreements over what to do and  
8 things that mostly Steve seemed to be unhappy about,  
9 according to things he's written later, they just  
10 kind of drifted apart and just -- and Sol Brodsky  
11 told me that they were -- and Stan, too -- that they  
12 just got to arguing over so many things.

13 And Stan didn't like to argue with the  
14 artists. And he respected Steve and his work so  
15 much and was going so well that he decided one day  
16 evidently that they just shouldn't speak anymore.  
17 From now on, you know, Steve just plotted his  
18 stories and dropped them off, and then Stan would  
19 dialogue them.

20 So in that sense it was a change because  
21 now the plot came -- or the idea of the plot, which  
22 ordinarily would have been done by the writer, Steve  
23 sort of -- you know, he was doing the plotting from  
24 the beginning, and Stan wouldn't see it until it  
25 came in penciled.

1 Q That he used?

2 And in those interviews, do you recall  
3 Stan Lee saying that under the Marvel method he  
4 expected artists to plot the stories?

5 MS. LENS: Objection. Assumes facts not  
6 in evidence. Lacks foundation.

7 A I don't recall it. If he ever used the  
8 word "plot," it was rather sloppy, you know,  
9 because, you know, it wasn't plotting. It would  
10 have been, you know, elements of plot, but it  
11 wouldn't have been plotting as I see it.

12 But Stan was -- like any of the rest of  
13 us, you're talking to a reporter or to a fan or  
14 something, you can be a little sloppy about the  
15 terminology, and you may something in kind of an  
16 imprecise way.

17 BY MR. TOBEROFF:

18 Q Have you ever heard of the name Vista  
19 Publications, Inc.?

20 A I think that was one of the various names  
21 in the indicia of maybe Magazine Management  
22 magazines, too, but some of the Marvel comics that  
23 were, yes. Vista, Margood. There were a bunch of  
24 them.

25 Q When have you heard that term?

1           A       Well, first I read them, but I -- as a  
2       fan, but I didn't pay much attention to them. And,  
3       you know.

4           Q       What about -- do you know what Vista  
5       Publications, Inc., was?

6                   MS. LENS: Objection to the extent it  
7       lacks foundation, calls for a legal conclusion.

8           A       To me, it was the name in the indicia,  
9       you know? And since there was a different name in  
10      various indicia, I assumed it was just some legal  
11      technicality of divisions of what I didn't know  
12      until later was called Magazine Management. For  
13      some reason he wanted to have a bunch of little  
14      companies instead of one big company. And I figured  
15      there was some business reason behind it, but I did  
16      not, you know, pretend to know what it was. And I  
17      never heard Martin Goodman explain exactly what it  
18      was. There were only speculations.

19      BY MR. TOBEROFF:

20           Q       What do you mean by "indicia"?

21           A       The indicia is the little information.  
22      It's usually on the inside front cover or the first  
23      actual interior page of a half a dozen or so lines  
24      of very small types of copy that gives the issue  
25      number, the date, the publishing information, the

1 address of the publisher, something maybe about its  
2 postal standards and where it was printed, different  
3 things like that that's in just about every comic  
4 book, or was then.

5 Q Did you ever hear of Atlas Magazines,  
6 Inc.?

7 A Well, I don't know if that was -- they  
8 were one of those two. Atlas, of course, had been  
9 the name of Martin Goodman's distribution company.  
10 But he may have used Atlas on other things as well.  
11 From 1952 to about 1957, he had his own distributor,  
12 and that was called Atlas. And that seal was on the  
13 comics, but it was really just a distributor seal.  
14 Now, whether that was Atlas Magazines or that was  
15 just another one of those indicia company names, I  
16 don't know. I know some of the names. I don't  
17 recognize whether Atlas is one of them.

18 Q Do you recognize the name Non-Pareil  
19 Publishing Corp.?

20 A That one I recognize. Yes, that was  
21 another one of those like Vista.

22 Q Do you recognize that because you  
23 remember reading that in some indicia, as you call  
24 it?

25 A Yes. I remember some of them. I didn't

1 know that many. I knew there were a lot of them,  
2 but they made no difference. We never referred to  
3 them at Marvel, so we just ignored them.

4 Q What about Arcanum Publishers Sales Corp?

5 A Yeah. We figured that was probably  
6 Canadian-American. It's just some name he came up  
7 with for -- he wanted every comic to be published by  
8 a different publisher officially for some reason,  
9 which we did not know.

10 Q What did these companies actually do?

11 A I have no idea.

12 MS. LENS: Objection. Lacks foundation.

13 A I'm sorry. I have no idea. We never  
14 heard those names.

15 BY MR. TOBEROFF:

16 Q Did you ever receive money from any of  
17 these entities while you were working at Marvel?

18 MS. LENS: Objection to form. Lacks  
19 foundation.

20 A I don't believe so.

21 BY MR. TOBEROFF:

22 Q Are you aware of anyone doing work with  
23 Marvel who were paid by any of these entities?

24 MS. LENS: Objection. Lacks foundation.

25 A I'm not aware of it, no.

1 BY MR. TOBEROFF:

2 Q Did you ever see any checks with these  
3 companies' names on them, Vista Publications, Atlas,  
4 Nonpareil Publishing, or Arcanum?

5 MS. LENS: Objection to form.

6 A I'm not aware of ever seeing that on any  
7 check, no. Just the indicias.

8 BY MR. TOBEROFF:

9 Q Do you know of anyone who was employed  
10 who did work for or with Marvel -- do you know of  
11 anyone who did work with Marvel who was employed by  
12 any of these companies?

13 MS. LENS: Objection. Compound,  
14 objection --

15 A I don't know --

16 MS. LENS: Hold on, Roy. Just let me  
17 finish.

18 THE WITNESS: I'm sorry.

19 MS. LENS: Objection to form. Objection.  
20 Compound. And objection to the extent that it  
21 calls for a legal conclusion.

22 A I don't know of -- anything about anybody  
23 having any dealings with any of those. They were  
24 just words in the indicia to us.

25



1 BY MR. TOBEROFF:

2 Q Did you ever meet anyone who worked for  
3 any of these companies?

4 MS. LENS: Same objections. Lacks  
5 foundation. Calls for speculation. Calls for  
6 a legal conclusion. And it's compound.

7 A Not to the best of my knowledge.

8 BY MR. TOBEROFF:

9 Q Do you know whether these companies had  
10 offices?

11 MS. LENS: Same objection. It's  
12 compound. Lacks foundation.

13 A I was not aware of them -- of it having  
14 any existence, no.

15 BY MR. TOBEROFF:

16 Q What is the Hero Initiative?

17 MS. LENS: Objection to the extent it  
18 lacks foundation.

19 A It's a comic book charity that was  
20 started around 2000 that an independent, I guess,  
21 basically no -- you know, nonprofit kind of thing,  
22 to be a charity to help out comic book people who --  
23 who get into some kind of financial difficulty, need  
24 help with health or rent payments or something for  
25 some reason. And I've been on the disbursal board